

EXHIBIT 3

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

RED TREE INVESTMENTS, LLC,

Plaintiff,

-against-

PETRÓLEOS DE VENEZUELA, S.A, and PDVSA
PETRÓLEO, S.A.,

Defendants.

Index No. _____

**AFFIRMATION OF STEPHEN A. BROOME IN SUPPORT OF PLAINTIFF'S
MOTION FOR SUMMARY JUDGMENT IN LIEU OF COMPLAINT**

I, Stephen A. Broome, an attorney duly admitted to practice before the Courts of the State of New York, hereby affirm, pursuant to CPLR Rule 2106, under penalty of perjury, as follows:

1. I am a partner with the law firm of Quinn Emanuel Urquhart & Sullivan, LLP, attorneys for Plaintiff Red Tree Investments, LLC (“Red Tree”) in the above-captioned action. I respectfully submit this affirmation in support of Red Tree’s Motion for Summary Judgment in Lieu of Complaint.

2. Attached hereto as **Exhibit A** is a true and correct copy of a note agreement dated March 27, 2015 (the “2015 Note Agreement”) between and among General Electric Capital Corporation (“GE Capital”), Petróleos de Venezuela S.A. (“PDVSA”), PDVSA Petróleo S.A. (“Petróleo”), and Union Capital Group.

3. Attached hereto as **Exhibit B** is a true and correct copy of a note issued on March 27, 2015 by PDVSA under the 2015 Note Agreement, providing that PDVSA agreed to pay GE Capital or its assigns the original principal balance of \$131,855,116.31.

4. Attached hereto as **Exhibit C** is a true and correct copy of a note issued on March 27, 2015 by PDVSA under the 2015 Note Agreement, providing that PDVSA agreed to pay SACE S.p.A. or its assigns the original principal balance of \$124,700,488.54.

5. Attached hereto as **Exhibit D** is a true and correct copy of a note agreement dated May 13, 2016 (the “2016 Note Agreement”) between and among GE Capital EFS, PDVSA, and Petróleo.

6. Attached hereto as **Exhibit E** is a true and correct copy of a note issued on May 13, 2016 by PDVSA under the 2016 Note Agreement, providing that PDVSA agreed to pay GE Capital EFS or its assigns the original principal balance of \$193,959,763.03.

7. Attached hereto as **Exhibit F** is a true and correct copy of the Affidavit of Daniel Wallitt, dated and sworn to on January 25, 2019, with respect to the 2015 Note Agreement, and the exhibits thereto.

8. Attached hereto as **Exhibit G** is a true and correct copy of the Affidavit of Daniel Wallitt, dated and sworn to on January 25, 2019, with respect to the 2016 Note Agreement, and the exhibits thereto.

DATED: New York, New York
February 15, 2019

/s/ Stephen A. Broome

Stephen A. Broome